# EXHIBIT B

# REDACTED VERSION OF THE PROPOSED REDACTED DOCUMENT

# Contract Work Authorization (CWA)

**This Contract Work Authorization ("CWA") No. 2500935325 is issued under and pursuant to the Blanket Agreement or Master Service Agreement No. 4400004292 dated April 8, 2010 (the "MSA") between the below-named Contractor ("Contractor"), a Missouri corporation, and Pacific Gas and Electric Company ("PG&E"), a California corporation with its headquarters located at 77 Beale Street, San Francisco, California 94105. Contractor shall perform all Work under this CWA pursuant to and in accordance with the terms and conditions of the MSA.**

| | | |
|---|---|---|
| **Contractor's Legal Name:** | Burns & McDonnell Engineering Company, Inc. | **Total Number of Pages: 56** |
| **Contractor's Address:** | 9400 Ward Parkway<br>Kansas City, MO 64114<br>PG&E Vendor ID: 1052615 | |
| **Project Name:** | NERC Mitigation Engineering Waves 14, 15, 16 and 20 | |
| **Job Location:** | | |

**WORK**: Contractor shall, at its own risk and expense, perform the Work described in this Contract Work Authorization and furnish all labor, equipment, and materials necessary to complete the Work as summarized below and as more fully described in Attachment 1, Scope of Work.

Contractor shall provide Project and Design Engineering functions to mitigate all NERC affected spans and/or discrepancies to meet the criteria defined in PG&E Design Criteria 068177 dated June 28, 2013.

**ATTACHMENTS: Each of the following documents are attached to this CWA and are incorporated herein by this reference:**
Attachment 1: Specific Conditions, 8 Pages
Attachment 2: Project Management Plan, 18 Pages
Attachment 3: Design Criteria 068177, 16 Pages
Attachment 4: Document Receipt, 1 Page
Attachment 5: Schedule, 1 Page
Attachment 6: Pricing Sheets & Circuit List, 9 Pages

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| **CWA TERM:** | This CWA is effective upon signature by both parties and expires on 08/16/2016. Time is of the essence. |
| **CWA COMPLETION:** | Contractor shall commence performance hereof when directed to do so by PG&E and Work shall be completed by the completion date of 08/16/2016. |

**CONSIDERATION**: As full consideration for satisfactory performance of the Work under this CWA by Contractor, PG&E's total obligation to Contractor shall not exceed the following amount. This amount is inclusive of all taxes incurred in the performance of the Work. Any change to this amount shall only be authorized in writing by a PG&E CWA Change Order, fully executed by both PG&E and Contractor.

**TOTAL:** [redacted]

**THE PARTIES, BY SIGNATURE OF THEIR AUTHORIZED REPRESENTATIVES, HEREBY AGREE TO THE TERMS OF THIS CONTRACT WORK AUTHORIZATION.**

| **PACIFIC GAS AND ELECTRIC COMPANY** | | **CONTRACTOR: BURNS & McDONNELL ENGINEERING COMPANY, INC.** | |
|---|---|---|---|
| **Signature** | Karen Sterling for | **Signature** | John Olander |
| **Name** | George Salzman | **Name** | John E. Olander |
| **Title** | Portfolio Manager, Sourcing | **Title** | President |
| **Date** | 1/8/14 | **Date** | 01-08-14 |





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| ADMINISTRATION | | | |
|---|---|---|---|
| **PG&E Negotiator** | Kathy Gamboa | **Contractor Represent** | Jamey Bertram, P.E. |
| **Phone** | 925-459-3697 | **Phone** | 925-222-6725, 816-822-3110 |
| **Email** | Kathy.Gamboa@pge.com | **Email** | jbertram@burnsmcd.com |

| | | |
|---|---|---|
| **Accounting Reference** | Various. see pricing sheet for details | |
| **PG&E Work Supervisor:** | Raymond Hom | **Phone:** 925-328-5364 |
| **INVOICE INSTRUCTIONS:** Contractor shall send invoices for each payment when due, showing the CWA number, to: PACIFIC GAS AND ELECTRIC COMPANY | **Send ORIGINAL Invoice to:** | PG&E Accounts Payable*<br>PO Box 7760<br>San Francisco, CA 94120-7760 |
| | **Send COPY of Invoice to:** | Mike Neer<br>c/o Bryan Francis: BxFm@pge.com<br>1850 Gateway Blvd, Ste. 240<br>Concord, CA 94520 |
| | For information regarding invoice status, call PG&E's Paid Help Line at (800) 756-PAID (7243) or go to AP Web Reporting site at www.pge.com/actpay.<br>***Note**: Contractors using the XIGN System do not need to mail a copy of the invoice to PG&E. | |

| INTERNAL PG&E USE ONLY | | |
|---|---|---|
| **Distribution Date** | | |
| **Distribution of Copies:** | ☐ Document Services<br>(Signed Original Copy)<br>Mail Code N5D<br>245 MARKET ST., SAN FRANCISCO | ☐ Contractor<br>(Signed Original Copy) |
| | ☐ Work Supervisor | ☐ Manager |
| | ☐ Invoice Approver | ☐ Supervisor |
| | ☐ V.P. | ☐ Sourcing/ Purchasing |
| | ☐ Director | ☐ Law |

**Attachment 1**
**SPECIFIC CONDITIONS**
**Waves 14, 15, 16 and 20 NERC Mitigation Engineering**

## 1.0 INTRODUCTION

1.1 This is a Contract Work Authorization (CWA) for Services as requested by Pacific Gas and Electric Company ("PG&E). This Contract describes work to be performed by Contractor to provide Project and Design Engineering functions to support the Waves 14, 15, 16 and 20 NERC Mitigation Engineering.

1.2 The terms and conditions of this Contract shall apply independently to each Contract Change Order issued under this Contract.

**2.0 DEFINITIONS** The definitions in the General Conditions, Section 1.0, "Definitions," are supplemented with the terms defined below:

2.1 "PG&E Authorized Representative": Pacific Gas and Electric Company employee authorized to sign a Contract Change Order.

2.2 "PG&E Work Supervisor": The employee representing PG&E's interest in connection with the work described in this Contract or in a subsequent Contract Change Order. Raymond Hom at PG&E shall be the initial PG&E Work Supervisor.

**3.0 RECITAL AND RELATIONSHIP OF PARTIES.** Contractor is regularly engaged in the business of providing comprehensive engineering services and is fully licensed, financed and qualified to perform such services.

## 4.0 STATEMENT OF WORK AND DELIVERABLES

4.1 General Description of Projects and Scope Summary

The NERC Priority II Assessment identified spans that are non-compliant with CPUC GO 95 clearance requirements. The scope of mitigating these identified spans must be in compliance with PG&E Standards and Design Criteria, which may require structure raises, facility modifications and/ or replacements. Locations and non-compliance summary details are described in the attachments. Wood pole and wood pole equivalent engineering/modifications and distribution engineering/modifications will be completed by PG&E.

The purpose of this project is to obtain detailed scope, engineering design, associated equipment and materials information to enable PG&E to make informed decisions about its NERC upgrade, develop mitigation plans and implement those plans.



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4.2 Scope of Work

Contractor shall complete the following tasks for facilitating the project described above:

4.2.1 Contractor shall mitigate all NERC affected spans/discrepancies to meet the criteria defined in Design Criteria 068177 dated 6-28-2013.

4.2.2 Mitigation Tasks

- When mitigating the identified NERC discrepancies, methods of mitigation must meet PG&E Design Criteria (068177). The mitigation may include but are not limited to: tower raises (top cage, waist cage, leg extension), re-tensioning, converting suspension towers to dead ends, plumbing insulators on adjacent spans and interset structures, converting suspension towers to flying (floating) dead ends etc. Grading changes are not the PG&E preferred method but may be considered where feasible.
- Contractor shall act as the Project Engineer to see to the success of the project from initiating the project to design completion. Duties include but not limited to, resolving all technical design issues, scheduling meetings, seeking information from other internal PG&E departments, discussing constructability with construction, discussion of environmental issues with land and maintaining communication with the project team specifically, the assigned PG&E engineering contact and Project Manager.
- Contractor shall provide a schedule and cost flow by the third Friday of each month. Cost flow shall reflect forecast cost by month through completion of the work. Each circuit awarded to the contractor shall be reported on individually.
- Contractor shall provide Project Engineer services throughout the Project cycle and be available throughout the construction phase to answer questions and/or analyze any non-tower related field changes to the design.
- Contractor will conduct Walkdown of the proposed mitigation scope of work with the appropriate PG&E personnel, to update/revise and issue SOW.
- Generate a project scope document and update as needed.
- Hold a 30% Walkdown meeting with PG&E personnel to finalize the scope of work, review the 30% Engineering Design and conduct a Constructability Review.

- Conduct a 60% Walkdown of the proposed mitigation scope of work (SOW), with the appropriate PG&E personnel, to update/revise and issue a final SOW.
- Update PLS-CADD Model based on project scope document.
- All designs will incorporate and comply with the Avian Clearance requirements in "Overhead Transmission Line Design Criteria – 068177". Our engineering team will work with PG&E Engineering and Land Departments to determine if any projects are in high-risk raptor areas.
- Generate a Tension Check Report (actual vs. design) for each span with a discrepancy. This analysis will identify segments of the line that currently exceed the tension criteria found in "Overhead Transmission Line Design Criteria – 068177".
- Check recommended structure raises (Method 1 structures) to confirm the modification mitigates the clearance discrepancy at the proposed and adjacent tower locations.
- Create plan & profile drawings using PLS-CADD according to PG&E specifications. Full sheets will be created to show the required raises.
- Modify existing Structure Data Sheets to incorporate changes required to support the tower raises or other modifications as required.
- Provide bill of materials to PG&E for required hardware and assemblies (based on coordination with PG&E).
- Provide punch-list detailing tower modifications based on PG&E evaluation.
- Provide necessary drawings for CalTrans crossings to support PG&E permitting efforts (if applicable).
- Issue a complete construction package including PG&E provided tower drawings.
- Contractor shall make itself available throughout construction to answer questions, analyze any non-tower related field changes to the design.
- Provide as-built record drawings per construction field notes if submitted to Burns & McDonnell no more than 60 days after construction.
- Provide PLS-CADD .bak file.
- Provide hard copies of all drawings to PG&E for the Issue for Construction (IFC) packages. Twelve copies will be sent to Project Manager/Construction and two copies

will be sent to the PG&E Transmission Engineering Group.

4.3 PG&E will perform the following tasks to support Contractor:

- Acquire all permits necessary for the Project.
- Provide drawings for existing towers and the proposed extensions to be installed.
- Analyze foundations and if necessary design foundation modifications based on loading data provided by Contractor.
- Approve final package for construction.
- Procure all materials.
- Construction.
- Provide construction as-built notes form the field.

4.4 Project Assumptions
The following assumptions made by Contractor:

- All NERC Mitigated spans will be designed to meet PG&E' Design Criteria 068177 (dated 06/28/2013).
- Pricing of New Structure Design will include design activities related to tubular steel or wood structure type, excludes lattice steel structure types.
- PLS-CADD Method 1 structures will be used for line and structure modeling.
- Land issues will be handled by PG&E.
- Caltrans crossing permit support and exhibit drawings only at locations where structures are adjacent to a Caltrans road.
- PG&E will be responsible for mitigating infractions at wood poles or wood pole equivalent structures.
- PG&E will be responsible for mitigating deficiencies at wood poles or wood pole equivalent structures.
- Methods of mitigating clearance deficiencies for evaluation by PG&E may include but is not limited to; re- tensioning, converting suspension towers to dead ends, plumbing insulators on adjacent spans and interset structures, converting suspension towers to flying (floating) dead ends. Grading changes are not the PG&E preferred method but

may be considered where feasible.

- Plan & Profile drawings will be created using PLS-CADD. The sheet layout will be based on the entire circuit, but sheets will be generated only where tower raises occur. If two circuits with deficiencies are supported on the same tower, both the circuits can be drawn on the same P&P drawing. Several affected spans can be included on a single P&P drawing.

- Any Change Requests (CRs) will be estimated based on the defined scope of work and schedule, and priced using Contractor's standard Rate Sheet, as defined in our current MSA (4400004292).

- 'Discrepancies' are identified by PG&E as the total number of clearance discrepancies on a given circuit. 'Steel Locations' are identified by PG&E as the total number of structure locations requiring mitigation on a given circuit. Contractor has based our scope of work, approach, and pricing on the engineering required for the identified 'Steel Locations'.

- Consolidate applicable engineering, walkdowns and reviews for the logical circuit groupings to maximize resource efficiencies.

- Utilize teleconference and collaboration tools to facilitate meetings for projects with minimal discrepancies (five or less) instead of face-to-face meetings with travel.

- New Structure Design will include design activities related to tubular steel or wood structure types, excluding lattice steel structure types.

- Consistent with Priority 1 and other Priority II wood pole work, it is our understanding the PG&E RMC will complete any wood pole design.

4.5 Project Schedule & Deliverables

The proposed project schedule (Attachment 5) is based on a CWA execution date of 01/02/2014. The prosed project schedule assumes three to five day response by PG&E for Contractor informational requests.

4.6 Deliverables

The following deliverables will be produced or provided within the scope of this project:

- Preliminary Scope of Work document for affected spans

- Job Walkdown Notes

- Structure Data Sheets for affected structures

- CalTrans crossing permit support and exhibit drawings where applicable



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